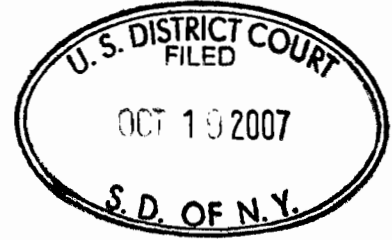


DOC # _____



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

MANCHANDA LAW OFFICES, PLLC and
RAHUL MANCHANDA,

Plaintiffs,

Case No: 07 CV 6708 (LLS)

-against-

ECF CASE

XCENTRIC VENTURES, LLC D/B/A
"RIPOFFREPORT.COM" and JOHN DOES 1-3,

**AFFIRMATION IN
SUPPORT OF LOCAL RULE
1.4 DISPLACEMENT OF
ATTORNEY OF RECORD**

Defendants.

I, William B. Kerr, an attorney admitted before the Courts of the State of New York,
hereby affirm, under penalty of perjury, as follows:

1. On July 25, 2007, I filed the Verified Complaint in this action thus becoming attorney of record in this action. Accompanying the Verified Complaint, was an application for injunctive relief, including an *ex parte* application for a temporary restraining order enjoining Defendants from maintaining certain internet postings defamatory to Plaintiffs.

2. On July 26, 2007, I appeared before the Court on the application for preliminary injunction which was denied.

3. Soon thereafter, I had several conversations with Plaintiff Rahul Manchanda who is also principal of Plaintiff Manchanda Law Offices, PLLC. In those conversations, it was decided that I would withdraw and be displaced as counsel of record due to differing litigation strategy.

4. Plaintiff Manchanda Law Offices, PLLC is a New York based law firm whose principal attorney is Plaintiff Rahul Dev Manchanda, an attorney admitted to practice law in the State of New York, and specifically, admitted to practice law before this Court.

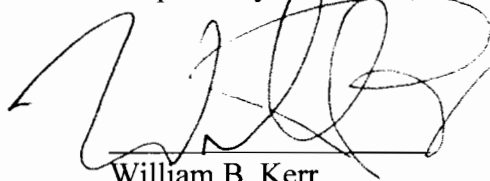
5. Plaintiff Manchanda will be proceeding *pro se* on behalf of himself and his law firm and has also selected his associate, Justin Parsons, of Manchanda Law Offices, PLLC to further prosecute this action.

6. At this time, I have not yet served the *Summons* and *Verified Complaint*. As such, issue has not been joined and notice of motion upon Defendants can not be properly made. Notice of this Affirmation has been served upon Plaintiffs who aided in its preparation.

7. The Court's Rule 16(b) Conference is scheduled for October 26, 2007 at 12:30 p.m.

8. Attached as Exhibit A in support of this application is a Consent to Change Attorneys, executed by Plaintiffs, new counsel and me. Annexed hereto is an additional copy of such Consent to Change Attorneys to be "So-Ordered" should the Court grant the instant application.

Respectfully Submitted,



William B. Kerr
Kerr & Richards
14 Wall Street, 20th Floor
New York, New York 10005
Tel: (212) 423-0305
Tel: (212) 423-0304